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ATTORNEYS AT LAW

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02/10/99

Secretary of State
The Capital
Post Office Box 6327
Tallahassee, Florida

100002773331--9
-02/11/99--01083--001
*****78.75 *****78.75

RE: Vertical Assault, Inc..

To Whom it may concern:

Enclosed please find an original copy of the Articles of Incorporation. Enclosed please find a check in the amount of \$78.75 representing the filing fees and representing the fee for a certified copy to be returned to these offices.

I thank you in advance for your anticipated cooperation.

Very truly yours,


Richard Saliba

RS/dc

Enclosures: Articles of Incorporation (original and 1 copy)
Check in the amount of \$78.75

FILED
99 FEB 11 AM 10:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SD
2/12

ARTICLES OF INCORPORATION

of

VERTICAL ASSAULT, INC.

The undersigned, for the purpose of forming a corporation under the laws of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation is VERTICAL ASSAULT, INC.

ARTICLE II
DURATION

This corporation shall have perpetual existence.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transaction any and all lawful business under the laws of the State of Florida and/or under the laws of the United States and specifically for training in the area of track and field and the sale of athletic equipment.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue the maximum of One Hundred (100) shares of common stock, each share having the par value of One Dollar (\$1.00).

ARTICLE V
REGISTERED AGENT

The name of the initial Registered Agent of this corporation shall be **MICHAEL LAWRYK**. The street address of the initial registered office of this corporation is 1044 A Royal Palm Blvd, Vero Beach, Florida 32960.

ARTICLE VI
DIRECTOR

This corporation shall have one director initially, whose name and address is as follows:
(The principal office address and the registered office address are the same)

NAME

ADDRESS

MICHAEL LAWRYK

1044 A Royal Palm Blvd, Vero Beach, Florida 32960.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII
INCORPORATION

The name and address of the incorporator of this corporation is as follows: Also, the corporation's principal office address and the corporation's mailing address are as follows: **(The principal office address and the registered office address are the same)**

NAME

ADDRESS

MICHAEL LAWRYK 1044 A Royal Palm Blvd, Vero Beach, Florida 32960.

ARTICLE VIII
ACCEPTANCE BY REGISTERED AGENT

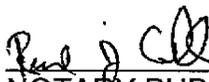
MICHAEL LAWRYK herein agrees to act as Registered Agent for this corporation and as such, to accept service of process, to keep the registered office open during the hours subscribed by law and to post such agent's name in some conspicuous place in the registered office as required by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this 10TH day of February, 1999.



Michael Lawryk

The foregoing instrument was acknowledged before me this 10th day of February, 1999, by Michael Lawryk, who is personally known to me or who has produced Florida Drivers License as identification, and who did take an oath.



NOTARY PUBLIC

 Richard J Saliba
★ My Commission CC794990
Expires January 11 2003

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TALLAHASSEE, FLORIDA